



  
J. Craig Whitley  
United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF NORTH CAROLINA  
Charlotte Division**

IN RE:

OLDKO, LLC, SUCCESSOR BY MERGER  
TO COLTEC INDUSTRIES INC,

Debtor.

Case No. 17-BK-30140

Chapter 11

**ORDER (I) FIXING BAR DATE FOR CERTAIN COLTEC ASBESTOS  
CLAIMS, (II) APPROVING PROOF OF CLAIM FORM AND PROPOSED  
PROCEDURES FOR FILING CERTAIN COLTEC ASBESTOS CLAIMS,  
AND (III) APPROVING FORM AND MANNER OF NOTICE THEREOF**

Upon the Debtor's Motion to (I) Fix Bar Date for Certain Coltec Asbestos Claims, (II) Approve Proof of Claim Form and Proposed Procedures for Filing Certain Coltec Asbestos Claims, and (III) Approve Form and Manner of Notice Thereof (the "Motion"); and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157; and upon the record herein; and upon consideration of the First Day Declaration,<sup>1</sup> and after due deliberation thereon, the Court makes the following findings of fact and conclusions of law:

A. Good and sufficient cause for the relief requested in the Motion has been shown, and the relief requested in the Motion is in the best interest of Coltec and its estate;

<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed in the Motion.

B. The Coltec Bar Date Notice Procedures are fair and reasonable, will provide good, sufficient and proper notice to all Coltec Asbestos Claimants of their obligations in connection with the Coltec Asbestos Claims Bar Date, and comply with the applicable provisions of the Bankruptcy Code and the Bankruptcy Rules;

C. Under the circumstances of this prepackaged chapter 11 case, the Coltec Bar Date Notice Procedures are reasonably calculated to, and are tailored to attempt to, ensure that all parties in interest that may be directly affected by the Coltec Asbestos Claims Bar Date will receive notice thereof; and

D. Notice of the Motion has been due and sufficient under the circumstances due to the nature of the relief requested therein. Now, therefore, based upon the foregoing,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Coltec Asbestos Claims Bar Date shall be **March 24, 2017**.
3. The Coltec Asbestos Claims Bar Date applies to any Holder of a Coltec Asbestos Claim based on an asbestos-related disease that was diagnosed on or before August 1, 2014, for which a lawsuit against any defendant or a claim against any asbestos trust was filed on or before August 1, 2014. However, any Holder of a Coltec Asbestos Claim who (a) in the Garlock Bankruptcy Case, submitted a proof of GST Asbestos Claim or a ballot (including a master ballot) with respect to the now-superseded Second Amended Plan of Reorganization on or before October 6, 2015, or (b) submitted a ballot (including a master ballot) with respect to the Joint Plan on or before December 9, 2016, shall be deemed to have filed a Coltec Asbestos Claim in the Coltec Bankruptcy Case and is hereby relieved from the requirement to file a proof of Coltec Asbestos Claim by the Coltec Asbestos Claims Bar Date.

4. The Filing Procedures are hereby APPROVED.

5. Any Holder of a Coltec Asbestos Claim subject to the Coltec Asbestos Claims Bar Date shall file his/her claim using Official Bankruptcy Form No. 410. A copy of Official Bankruptcy Form No. 410, together with instructions for completing the official form, shall be included with each Coltec Asbestos Claims Bar Date Notice that is mailed or served pursuant to this Order.

6. For a Coltec Asbestos Claim subject to the Coltec Asbestos Claims Bar Date to be validly and properly filed, a claimant must complete and submit Official Bankruptcy Form No. 410 to the Balloting Agent, by first-class mail or courier, so as to be actually received by the Balloting Agent on or before the Coltec Asbestos Claims Bar Date (*i.e.*, **March 24, 2017**) at this address:

OldCo, LLC  
c/o Rust Consulting/Omni Bankruptcy  
Attn: Balloting Agent  
5955 DeSoto Avenue, Suite 100  
Woodland Hills, CA 91367

Proofs of claim sent by facsimile or other electronic means shall not be accepted or valid.

7. Unless the Court orders otherwise, pursuant to Bankruptcy Rule 3003(c)(2), any Holder of a Coltec Asbestos Claim who is required under paragraph 3 above to submit a proof of claim to the Balloting Agent by the Coltec Asbestos Claims Bar Date but fails to do so shall be subject to such legal consequences as the Bankruptcy Code may prescribe or permit, which may include disallowance of the untimely filed Coltec Asbestos Claim and the barring, estopping, and enjoining of such Holder from (a) asserting any Coltec Asbestos Claim against Coltec (or against any entity that, pursuant to any plan of reorganization, assumes liability for Coltec Asbestos Claims), (b) participating in any distribution in Coltec's chapter 11 case on account of such

Coltec Asbestos Claim (including receiving any payment from the Asbestos Trust on account of such Coltec Asbestos Claim), or (c) receiving further notices regarding such Coltec Asbestos Claim.

8. Any entity that timely submits a proof of claim on account of a Coltec Asbestos Claim may amend it at any time, including after the Coltec Asbestos Claims Bar Date, to reflect developments regarding his or her Coltec Asbestos Claim.

9. The Coltec Bar Date Notice Procedures are hereby APPROVED.

10. The form of the Coltec Asbestos Claims Bar Date Notice attached to the Motion as Exhibit A and the form of the Combined Publication Notice attached to the Motion as Exhibit B as modified on the record at the hearing on the Motion (after giving effect to such modifications, the “Combined Publication Notice”) are hereby APPROVED. Both the Coltec Asbestos Claims Bar Date Notice and the Combined Publication Notice are hereby deemed to fulfill the notice requirements of the applicable provisions of the Bankruptcy Code and the Bankruptcy Rules.

11. Within five (5) business days after entry of this Order, Coltec shall cause the Coltec Asbestos Claims Bar Date Notice to be mailed to known Coltec Asbestos Claimants through their counsel of record. For any known Coltec Asbestos Claimant not represented by counsel, Coltec shall send the Coltec Asbestos Claims Bar Date Notice directly to the claimant if the claimant’s address can be reasonably located in Coltec’s books and records.

12. To provide notice to unknown Coltec Asbestos Claimants, Coltec shall cause the Combined Publication Notice to be published in the national edition of *USA Today* as soon as reasonably practicable following entry of this Order on the date or dates during one week that *USA Today* publishes legal notices, but in no event later than Monday, February 13, 2017.

13. Coltec is authorized and empowered to take such steps and perform such actions as may be necessary to implement and effectuate the terms of this Order.

14. Any party may request that the Court reconsider entry of this Order by filing a motion for reconsideration within fourteen (14) days of service of this Order.

15. This Court shall retain jurisdiction to hear and determine all matters arising from implementing this Order.

This Order has been signed electronically. The judge's signature and court's seal appear at the top of the Order.

United States Bankruptcy Court